

OSTER
Researching Services

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301-253-6040

REC-16971-F

FEB 13 1995

INTERSTATE

February 13, 1995

Mr. Vernon Williams
Secretary
Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed is a Termination of Assignment of Lease dated
December 21, 1994, which releases an Assignment of Lease,
Recordation #16971-C.

Please record this supplemental agreement as ICC
Recordation #16971-E. The filing fee of \$21 is
enclosed.

Thank you for your assistance.

Sincerely,

Mary A Oster

Mary Ann Oster
Research Consultant

Enclosures

LICENSING BRANCH

FEB 13 12 57 PM '95

Counterparts - Mary A Oster

16971-F

FEB 1

TERMINATION OF ASSIGNMENT OF LEASE

DEC 21 1994

THIS TERMINATION OF ASSIGNMENT OF LEASE is made as of _____, 1994 by THE PHILADELPHIA NATIONAL BANK, a national banking association ("**Assignee**") for the benefit of Helm-Pacific Leasing Corporation, a Nebraska joint venture ("**Assignor**").

1. **Recitals:** Pursuant to the Assignment of Lease dated as of August 17, 1990 ("**Assignment of Lease**"), Assignor assigned and transferred to Assignee all of Assignor's right, title and interest in and to the Lease of Railroad Equipment dated as of March 19, 1990, as amended ("**Lease**"), between Assignor and the Union Pacific Railroad Company for the lease of the railroad equipment listed in Annex A to the Lease. The Assignment of Lease is on file at the Interstate Commerce Commission ("**ICC**") under Recordation Number 16971-C filed on August 17, 1990.

The Assignment of Lease shall terminate on DEC 21 1994, 1994. The purpose of this Termination of Assignment of Lease is to provide a formal termination document for filing with the ICC.

2. **Termination:** The Assignment of Lease is hereby formally terminated.

IN WITNESS WHEREOF, Assignee, pursuant to due authority, has caused this Termination of Assignment of Lease to be executed on the date indicated below its signature.

THE PHILADELPHIA NATIONAL BANK

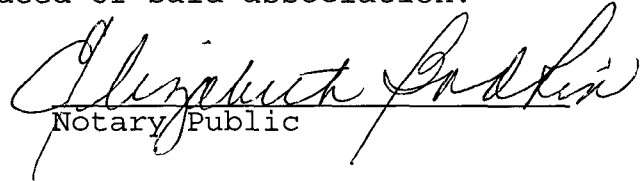
By: C. Rogers Childs, Jr.

Title: C. ROGERS CHILDS, JR.
VICE PRESIDENT

Date: _____

COMMONWEALTH OF PENNSYLVANIA)
) §
COUNTY OF PHILADELPHIA)

On this 21st day of December, 1994, before me, personally appeared C. Rasmussen to me personally know, who being by me duly sworn, says that he is a Vice President of **THE PHILADELPHIA NATIONAL BANK**, that said instrument was signed on behalf of said association by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.


Notary Public

My Commission Expires:

[Notarial Seal]

